KIRKLAND & ELLIS LLP

Citigroup Center 153 East 53rd Street

New York, New York 10022-4611

Telephone: (212) 446-4800 Facsimile: (212) 446-4900 Richard M. Cieri (RC 6062) Jonathan S. Henes (JH 1979)

200 East Randolph Drive Chicago, Illinois 60601 Telephone: (312) 861-2000 Facsimile: (312) 861-2200 David J. Zott, P.C. (DZ 1083) Thomas L. Campbell (TC 5588) Jeffrey J. Zeiger (JZ 3097)

Attorneys for Defendant Solutia Inc.

UNITED STATES BANKRUPTCY COURT SOUTHERN DISTRICT OF NEW YORK

: Chapter 11 In re: :

: Case No. 03-B-17949 (PCB) SOLUTIA, INC., et al. :

: (Jointly Administered)
Debtors. :

: .

WILMINGTON TRUST COMPANY, : Adversary Proceeding No. AS SUCCESSOR INDENTURE TRUSTEE TO : 05-01843 (PCB)

Plaintiff,

JPMORGAN CHASE BANK, N.A.,

-against- : APPELLEE SOLUTIA INC.'S : DESIGNATION OF ADDITIONAL

SOLUTIA, INC., : ITEMS TO BE INCLUDED IN THE

: RECORD ON APPEAL

Defendant.

Appellee Solutia Inc., by its undersigned counsel, and pursuant to Federal Rule of Bankruptcy Procedure 8006, hereby submits the following Designation of Additional Items to be Included in the Record on Appeal. All of Solutia's designated pleadings from Adversary Proceeding No. 05-01843 have previously been filed in the Court's CM/ECF system and therefore, pursuant to Local Rule 8007-1, copies of the documents are not being provided to the Clerk of the Bankruptcy Court.

Moreover, pursuant to Local Rule 8007-1(b), because of the unusual bulk of Solutia Inc's trial exhibits, copies of Solutia Inc.'s trial exhibits have not been filed electronically and have not been filed with the Clerk of the Bankruptcy Court. Counsel for Solutia Inc. has maintained a set of the trial exhibits and these exhibits are available for inspection by any party for the purpose of preparing the record on appeal. At the Court's request, counsel for Solutia Inc. will transport these exhibits to the Clerk of the District Court once the appeal has been docketed in the District Court.

| DOCKET ENTRIES | | | |
|----------------|----------|--|--|
| Filing Date | Docket # | Pleadings from Case No. 05-01843 | |
| 4/5/2006 | | Agreed Scheduling Order signed on 4/5/2006. (related document(s)1) (Chou, Rosalyn) (Entered: 04/05/2006) | |
| 4/14/2006 | | Motion for Summary Judgment filed by Jeffrey J. Zeiger on behalf of Solutia, Inc Responses due by 5/5/2006, (Zeiger, Jeffrey) (Entered: 04/14/2006) | |
| 4/14/2006 | | Motion for Summary Judgment Memorandum of Law in Support of Defendant's Motion for Summary Judgment (related document(s)54) filed by Jeffrey J. Zeiger on behalf of Solutia, Inc (Zeiger, Jeffrey) (Entered: 04/14/2006) | |
| 4/14/2006 | | Statement of Undisputed Fact in Support of Defendant's Motion for Summary Judgment (related document(s)54) filed by Jeffrey J. Zeiger on behalf of Solutia, Inc (Zeiger, Jeffrey) (Entered: 04/14/2006) | |

| | | DOCKET ENTRIES |
|-----------------------|-----------|--|
| E'l' D.A. | D. J. 4.4 | |
| Filing Date 4/14/2006 | 57 | Pleadings from Case No. 05-01843 Motion for Attachment Appendix of Exhibits in Support of Defendant's Motion for Summary Judgment and Statement of Undisputed Facts (related document(s)54) filed by Jeffrey J. Zeiger on behalf of Solutia, Inc (Attachments: # 1 Exhibit A# 2 Exhibit B# 3 Exhibit C# 4 Exhibit D# 5 Exhibit E# 6 Exhibit F# 7 Exhibit G# 8 Exhibit H# 9 Exhibit I# 10 Exhibit J# 11 Exhibit K# 12 Exhibit L# 13 Exhibit M# 14 Exhibit N# 15 Exhibit O# 16 Exhibit P# 17 Exhibit Q# 18 Exhibit R# 19 Exhibit S) (Zeiger, Jeffrey) (Entered: 04/14/2006) |
| 5/5/2006 | 77 | Memorandum of Law Ad Hoc Solutia Trade Claims Committee's Memorandum of Law in Support of Defendant's Motion for Summary Judgment and in Opposition to Plaintiff's Motion for Summary Judgment (related document(s)50, 54) filed by Edward S. Weisfelner on behalf of Ad Hoc Solutia Trade Claims Committee. (Weisfelner, Edward) (Entered: 05/05/2006) |
| 5/5/2006 | | Memorandum of Law / Official Committee of Unsecured Creditors' Memorandum of Law in Support of Defendant's Motion for Summary Judgment and in Opposition to Plaintiff's Motion for Summary Judgment (related document(s)50, 54) filed by Ann Stephens on behalf of Official Committee Of Unsecured Creditors. (Attachments: # 1 Exhibit Exhibit A# 2 Exhibit Exhibit B# 3 Exhibit Exhibit C# 4 Exhibit Exhibit D# 5 Exhibit Exhibit E# 6 Exhibit Exhibit F# 7 Exhibit Exhibit G# 8 Exhibit Exhibit H# 9 Exhibit Exhibit I) (Stephens, Ann) (Entered: 05/05/2006) |
| 5/12/2006 | | Reply to Motion <i>for Summary Judgment</i> (related document(s)56, 55, 57, 54) filed by Jeffrey J. Zeiger on behalf of Solutia, Inc (Zeiger, Jeffrey) (Entered: 05/12/2006) |
| 5/15/2006 | 89 | Certificate of Service <i>and Trial Brief</i> filed by Jeffrey J. Zeiger on behalf of Solutia, Inc with hearing to be held on 5/23/2006 at 11:00 AM at Courtroom 701 (PCB) (Attachments: # 1 Exhibit Ex A# 2 Exhibit Ex B# 3 Exhibit Ex C# 4 Exhibit Ex D# 5 Exhibit Ex E# 6 Exhibit EX F# 7 Exhibit Ex G# 8 Exhibit Ex H# 9 Exhibit Ex I# 10 Exhibit Ex J# 11 Exhibit K) (Zeiger, Jeffrey) (Entered: 05/15/2006) |
| 5/18/2006 | | Statement of Undisputed Fact <i>Unredacted Version of Response to JPMorgan's Statement of Facts</i> filed by Jeffrey J. Zeiger on behalf of Solutia, Inc (Attachments: # 1 Pleading Unredacted Version of Response to JPMorgan's Statement of Facts Part 2 of 3# 2 Pleading Unredacted Version of Response to JPMorgan's Statement of Facts Part 3 of 3) (Zeiger, Jeffrey) (Entered: 05/18/2006) |
| 5/18/2006 | | Statement of Undisputed Fact <i>Unredacted Version of Ex. G to Statement of Facts</i> filed by Jeffrey J. Zeiger on behalf of Solutia, Inc (Zeiger, Jeffrey) (Entered: 05/18/2006) |
| 6/19/2006 | 107 | Statement <i>Regarding Testimony</i> filed by Jeffrey J. Zeiger on behalf of Solutia, Inc (Attachments: # 1 Exhibit Ex. 1# 2 Exhibit Ex. 2# 3 Exhibit Ex. 3) (Zeiger, Jeffrey) (Entered: 06/19/2006) |

| DOCKET ENTRIES | | |
|----------------|----------|---|
| Filing Date | Docket # | Pleadings from Case No. 05-01843 |
| 7/12/2006 | 117 | Letter dated June 21, 2006 (related document(s)107) filed by Jonathan S. Henes on behalf of Solutia, Inc (Henes, Jonathan) (Entered: 07/12/2006) |
| 8/9/2006 | | Opposition Brief Post-Trial Brief of the Ad Hoc Solutia Trade Claims Committee filed by Steven D. Pohl on behalf of Ad Hoc Solutia Trade Claims Committee. (Attachments: # 1 Exhibit A# 2 Exhibit B# 3 Exhibit C) (Pohl, Steven) (Entered: 08/09/2006) |
| 8/9/2006 | | Memorandum of Law <i>Post-Trial Brief</i> filed by S. Margie Venus on behalf of Official Committee Of Unsecured Creditors. (Venus, S.) (Entered: 08/09/2006) |
| 3/20/2007 | | Certificate of Service Solutia Inc.'s Notice of Filing filed by Jeffrey J. Zeiger on behalf of Solutia, Inc (Attachments: # 1 Exhibit A)(Zeiger, Jeffrey) (Entered: 03/20/2007) |
| 5/30/2007 | 156 | Transcript <i>Of Hearing Held On June 19</i> , 2006 At 1:27 PM, Re: Trial filed by Veritext, LLC. (Braithwaite, Kenishia) (Entered: 06/11/2007) |

| OTHER | | |
|------------------------------------|------------|---|
| Solutia Trial Exhibit No. | Date | Trial Exhibit Description |
| 2 | 10/21/1997 | Solutia Inc. 7.375% Debentures Due 2027 |
| 3 | 10/21/1997 | Solutia Inc. 6.72% Debentures Due2037 |
| 7 | 10/8/2003 | Termination and Release of Liens |
| 8 | | Written Direction of the Collateral Agent Pursuant to Section 7.02(a) of the Intercreditor and Collateral Trust Agreement |
| 10 | | Letter from HSBC to Trustee re Restructuring of Facility and Release of Collateral |
| 11 | 12/19/2003 | Solutia Interim DIP Financing Agreement |
| 15 Group | 7/25/2002 | Solutia Press Release |
| 16 Group | 12/3/2002 | Solutia Press Release and Corresponding Form 8-K |
| 17 | 3/31/2003 | Solutia Form 10-Q |
| 23 Group | 12/2/2003 | Solutia Press Release and Corresponding Form 8-K |
| 25 | 12/31/2004 | Solutia's Form 10-K for 2004 |
| 26 | 2/26/2003 | Solutia's Board Meeting Minutes |
| 28 | | Solutia's Board Meeting Minutes |
| 30 | | Solutia's Board Meeting Minutes |
| 31 | 6/19/2003 | Solutia's Board Meeting Minutes |
| 33 | 6/30/2003 | Solutia's Board Meeting Minutes |

| OTHER | | |
|------------------------------------|------------|--|
| Solutia Trial Exhibit No. | Date | Trial Exhibit Description |
| 34 | | Solutia's Board Meeting Minutes |
| 35 | | Solutia's Board Meeting Minutes |
| 42A | | Rothschild's Presentation |
| 47A | | Rothschild's Presentation |
| 50 | 10/17/2003 | E-mail from J. Dermont to J. Srivisal re Ableco/Solutia – Step II Draft Term Sheet |
| 51 | 10/20/2003 | E-mail from K. Chin to J. Sullivan re Ableco/Solutia – Step II Draft Term Sheet |
| 53 | | Washington Post Article re "Monsanto Hid Decades of Pollution; PCB's Drenched Ala. Town, But No One Was Ever Told" |
| 54 | | Solutia Press Release re Washington Post Article |
| 55 | 7/12/2002 | Letter from T. Snyder to K. Wilson re Terms and Conditions of the Agreement between Solutia and Rothschild as Financial Advisors and Investment Bankers in Connection with a Possible Restructuring |
| 58 | 4/28/2003 | E-mail from J. Srivisal to J. Quinn re Project Spirit Table of Contents |
| 60 | 5/5/2003 | E-mail from J. Quinn to R. Cieri re Revised Agenda for Solutia Board Meeting |
| 68 | 7/28/2003 | Letter from Ableco to J. Dermont et al. re Proposal Letter to Solutia |
| 76 | 8/22/2003 | E-mail from B. Greer to J. Hunter et al. re Great Outcome |
| 78 | 8/26/2003 | E-mail from J. Dermont to K. Wilson et al. re Summary Discussion Points for Conference Call with Cerberus |
| 82 | 9/4/2003 | E-mail from B. Greer to J. Quinn re Options and Details Regarding Legacy Costs |
| 83 | 9/12/2003 | E-mail from R. Cieri to T. Snyder re Request for Monsanto's Assistance in Achieving an Out-of-Court Restructuring |
| 88 | 9/25/2003 | E-mail from R. Paley to J. Sullivan et al. re Advance Payment Agreement |
| 90 | 9/26/2003 | E-mail from J. Sullivan to J. Quinn et al. re Effective Interest Rate Calculation |
| 92 | 9/29/2003 | Solutia Press Release - "Solutia Provides Update on Refinancing" |
| 93 | 10/5/2003 | E-mail from T. Snyder to J. Quinn re Board Call Summary |
| 97 | 10/16/2003 | E-mail from J. Quinn to J. Kindler et al. re Meeting with Monsanto Company, Solutia Update and Solutia's Request to Monsanto to Consider Providing a 90 day "Holiday" from Solutia's Indemnification Under the Distribution Agreement for Certain Legacy Liabilities |
| 99 | 10/17/2003 | Strategic Discussion on Asset / Division Alternatives |
| 101 | | St. Louis Dispatch - "Solutia Opens Negotiations to Restructure Heavy Debt" |
| 103 | 10/19/2003 | E-mail from S. Johnston to N. Hochstadt et al. re Revised Markup of Solutia Waiver and Amendment |

| | OTHER | | |
|-----------------------------|------------|---|--|
| Solutia Trial Exhibit | Date | Trial Exhibit Decemention | |
| No. | | Trial Exhibit Description | |
| 108 | 10/28/2003 | E-mail from D. Wang to T. Snyder et al. re Spirit - Summary Review of a Non-Bankruptcy Alternative, attaching Spirit Non-Bankruptcy Alternative Presentation | |
| 110 | | E-mail from J. Dermont to J. Quinn et al. re Alternative Discussion Materials | |
| 111 | | Letter from J. Quinn to C. Burson re Solutia Draft Confidentiality Agreement with Monsanto | |
| 112 | 11/10/2003 | E-mail from R. Cieri to J. Quinn re Informal Bondholder Committee Counsel | |
| 114 | | Letter from E. Siegert at Houlihan Lokey Howard & Zukin Capital to Akin, Gump, Strauss, Hauer & Feld LLP et al. re Solutia Confirming Terms of the Agreement with Houlihan Lokey Howard & Zukin Capital | |
| 115 | 11/18/2003 | E-mail from J. Quinn to C. Burson re Update on Meetings, Ad Hoc Bond Committees, and Eurobond Bondholders Meetings | |
| 116 | 11/24/2003 | E-mail from J. Quinn to D. Snively et al. re Proposed Confidentiality Agreement | |
| 117 | | E-mail from D. Snively to J. Quinn et al. re Proposed Confidentiality Agreement | |
| 118 | 12/1/2003 | E-mail from T. Snyder to J. Quinn et al. re Strategy E-mail | |
| 119 | | E-mail from C. Burson to J. Quinn et al. re Solutia letter regarding Texas Settlement | |
| 120 | 12/3/2003 | E-mail from J. Hunter to H. Grant re Summary of Conversation regarding Actions in the Mutual Interest of Monsanto and Solutia | |
| 121 | 12/3/2003 | E-mail from J. Hunter to H. Grant re Summary of 12/02/03 Conversation | |
| 122 | 12/3/2003 | E-mail from H. Grant to J. Hunter et al. re Summary of 12/02/03 Conversation | |
| 124 | 12/7/2003 | E-mail from J. Quinn to R. Cieri et al. re Possible Deal with Bondholders/Monsanto | |
| 125 | 12/8/2003 | E-mail from J. Hunter to H. Grant et al. re Solutia's Request for Meeting with Monsanto to Further Discuss Out-Of-Court Restructuring | |
| 128 | 12/9/2003 | E-mail from B. Carmody to C. Reilly et al. re US Bondholder Legacy Summary | |
| 129 | 12/9/2003 | E-mail from R. Cieri to J. Quinn et al. re Discussion with Monsanto Counsel | |
| 130 | 12/10/2003 | E-mail from R. Cieri to T. Snyder re Solutia Board Presentation | |
| 131 | 12/30/2003 | Office of the United States Trustee for the Southern District of New York's Creditors Committee Acceptance / Rejection Form | |
| 132 | 12/00/2003 | Default / Bankruptcy Brief Sheet Produced by JPMorgan | |

| OTHER | | |
|------------------------------------|-----------|--|
| Solutia Trial Exhibit No. | Date | Trial Exhibit Description |
| 133 | 1/6/2004 | United States Bankruptcy Court Southern District of New York's |
| | | Appointment of Committee of Unsecured Creditors |
| 134 | | E-mail from J. Dermont to J. Quinn et al. re Update regarding JPMorgan Litigation |
| 135 | 1/9/2004 | E-mail from C. Morrow to R. Cieri et al. re Draft JPMorgan Commitment Letter |
| 136 | 1/9/2004 | E-mail from R. Thayer to R. Clausen et al. re Alternative DIP Proposal, |
| | | attaching Term Sheet Outlining Key Terms of an Alternative DIP Structure |
| 137 | | E-mail from J. Dermont to J. Quinn et al. re Alternative DIP Proposals |
| 138 | | E-mail from J. Dermont to J. Quinn et al. re Latest Update |
| 139 | | E-mail from J. Dermont to J. Quinn et al. re Latest DIP Alternatives Update |
| 140 | 1/12/2004 | E-mail from J. Srivisal to J. Dermont et al. re Revised Proposal Comparison |
| 141 | 1/12/2004 | E-mail from D. Wang to J. Srivisal et al. re Alternative DIP Proposals - Bank of America |
| 142 | 1/12/2004 | Management Presentation to Committee of Unsecured Creditors |
| 144 | | United States Bankruptcy Court Southern District of New York's Amended |
| | | Appointment of Committee of Unsecured Creditors |
| 146 | | JPM produced "CTOC": Chronological events regarding Solutia |
| 147 | 4/21/2005 | Letter from E. Schaffer at Reed Smith to G. Zipes at Office of the United |
| | | States Trustee re Resignation from the Committee of Unsecured Creditors |
| 148 | | Statement of Financial Accounting Standards No. 109 |
| 200 | | Solutia Demonstrative re Collateral |

Dated: June 18, 2007 Chicago, Illinois

/s/Thomas L. Campbell

KIRKLAND & ELLIS LLP

Citigroup Center 153 East 53rd Street

New York, New York 10022-4675

Telephone: (212) 446-4800 Richard M. Cieri (RC 6062) Jonathan S. Henes (JH 1979)

KIRKLAND & ELLIS LLP

200 East Randolph Drive

Chicago, Illinois 60601

Telephone: (312) 861-2000 Facsimile: (312) 861-2200 David J. Zott, P.C. (DZ 1083) Thomas L. Campbell (TC 5588) Jeffrey J. Zeiger (JZ 3097)

Attorneys for Solutia Inc.

CERTIFICATE OF SERVICE

I, Thomas L. Campbell, hereby certify, under penalty of perjury pursuant to 28 U.S.C. § 746, that on this 18th day of June 2007, I caused a true and correct copy of the foregoing SOLUTIA INC.'S DESIGNATION OF ADDITIONAL ITEMS TO BE INCLUDED IN THE RECORD ON **APPEAL** to be served, via overnight delivery, upon the following:

> Andrew L. Morrison Reed Smith LLP 599 Lexington Avenue New York, New York 10022

Robert C. Shenfeld Reed Smith LLP 355 South Grand Avenue Los Angeles, California 90071 Attorneys for Wilmington Trust Company, as Indenture Trustee

Michael Heyman Hennigan Bennett & Dorman 865 South Figueroa Street, Suite 2900 Los Angeles, California 90017 Attorneys for the Ad Hoc Committee of Noteholders

Edward S. Weisfelner Brown Rudnick Berlack Israels LLP Seven Times Square New York, New York 10036

Steven D. Pohl Brown Rudnick Berlack Israels LLP One Financial Center Boston, Massachusetts 02111 Attorneys for the Ad Hoc Committee of Trade Creditors

S. Margie Venus Akin Gump Strauss Hauer & Feld LLP 1111 Louisiana Street, 44th Floor Houston, Texas 77002 Attorneys for the Official Committee of Unsecured Creditors

/s/Thomas L. Campbell